

**LIMITED POWER OF ATTORNEY**

THE UNITED STATES DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT (hereinafter called "HUD") hereby appoints Lisa Alonge, Sherri Anderson, Jill Balentine, George Court, Keith Douglas, Debbie Miller, Susan Mitchell, Renee Osborne, Ralene Ruyle, Larry Simpson, Terry Smith, Sue Stepanek, Roger Teufel, and Janan Weeks, severally, as its true and lawful attorneys-in-fact to act in the name, place and stead of HUD for the purposes set forth below. This limited power of attorney is given pursuant to a certain Loan Sale Agreement by and between HUD and EMC Mortgage Corporation dated the 27th day of October, 1995 as amended by First Amendment to Loan Sale Agreement dated May 9, 1996, and by Second Amendment to Loan Sale Agreement dated November 15, 1996, to which reference is made for the definition of all capitalized terms herein. The said attorneys-in-fact, and each of them, are hereby authorized, and empowered, as follows:

1. To execute, acknowledge, seal and deliver the Deed of Trust/Mortgage Note Endorsements, on behalf of HUD, with respect to the Mortgage Notes for all of the Mortgage Loans, provided that the form of each such Endorsement shall be substantially as set forth in Exhibit "E" to the Loan Sale Agreement, appropriately completed;

2. To execute, acknowledge, seal and deliver, on behalf of HUD, the Assignments and Lost Note Affidavits with respect to any Mortgage Notes which have been lost or are otherwise unavailable, as provided for in the Loan Sale Agreement, provided that such Assignments and Lost Note Affidavits shall be substantially in the form of Exhibit "A" to the Loan Sale Agreement, appropriately completed;

3. To execute, acknowledge, seal and deliver the Assignment of Mortgage and Other Collateral Loan Documents with respect to all of the Mortgage Loans, provided that the form of such Assignment shall be substantially in the form of Exhibit "B" to the Loan Sale Agreement modified as necessary in accordance with applicable law, appropriately completed

4. To execute and mail to the Taxing Authorities, the Taxing Authority Notifications, in the form of Exhibit "G" to the Loan Sale Agreement, appropriately completed.

This instrument is to be construed and interpreted as a limited power of attorney and does not empower or authorize the said attorneys-in-fact to do any act or execute any document on behalf of HUD not specifically described herein.

SY  
P. J.  
N. J.  
M. J.  
17  
1998  
17550

The rights, powers, and authority of the attorneys-in-fact granted in this instrument shall commence and be in full force and effect on the date hereof and such rights, powers and authority shall remain in full force and effect until 11:59 p.m., Washington, D.C. time, on May 31, 1997.

Dated: December 6, 1996

U.S. DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT

James Sorrentino  
(Authorized Agent)

James Sorrentino

Acknowledgement

State of MARYLAND )  
County of PRINCE GEORGE'S ) ss:

BEFORE ME, OLIVER WALKER, a Notary Public in and for the jurisdiction aforesaid, on this 6th day of December, 1996, personally appeared JAMES SORRENTINO, who is personally well known to me (or sufficiently proven) to be an authorized agent of the Secretary of the Department of Housing and Urban Development and the person who executed the foregoing instrument by virtue of the authority vested in him/her and he/she did acknowledge the signing of the foregoing instrument to be his/her free and voluntary act and deed as an authorized agent of the Secretary of the Department of Housing and Urban Development, for and on behalf of the Secretary of Housing and Urban Development for the uses, purposes and consideration therein set forth.

Witness my hand and official seal this 6 day of December, 1996.

Oliver Walker  
Notary Public  
Oliver Walker

My Commission expires: April 1, 1999